

**DRAFT**

**QUONSET DEVELOPMENT CORPORATION  
MEETING OF THE EXECUTIVE COMPENSATION COMMITTEE**

**August 31, 2016**

**PUBLIC SESSION MINUTES**

**A meeting of the Executive Compensation Committee of the Quonset Development Corporation (the “Corporation”) was held at 3:30 p.m. on Wednesday, August 31, 2016, at the offices of the Corporation located at 95 Cripe Street, North Kingstown, Rhode Island, pursuant to notice to all members of the Executive Compensation Committee and a public notice of the meeting as required by the Bylaws of the Corporation and applicable Rhode Island Law.**

**The following directors were present and participated throughout the meeting as indicated: Guy Asadorian, Jr., Scot A. Jones and John Justo. Also present were: Steven J. King, P.E., Managing Director; and Kevin M. Barry, Finance Director.**

**1. CALL TO ORDER:**

**The meeting was called to order at 3:40 p.m. by Chairperson Asadorian.**

## **2. APPROVAL OF MINUTES:**

**A. Upon motion duly made by Mr. Jones and seconded by Mr. Justo, the Board:**

**VOTED: To approve the Public and Executive Session Minutes of the August 4, 2016 meeting as presented.**

**Voting in favor were: Guy Asadorian, Jr., Scot A. Jones and John Justo.**

**Voting Against were: None.**

**Unanimously Approved.**

## **3. DISCUSSION:**

**A. Discussion of Draft Chief Executive Performance Evaluation Model:**

**The Committee reviewed Mr. King's Performance Evaluation Model, containing the managing director's job description and functions, requirements under the Quasi-Public Corporations Accountability and Transparency Act and the underlying goals of the managing**

director. Mr. King explained the managing director's goals were drawn from the Quonset Development Corporation's ("QDC") Strategic Plan created by QDC Board of Directors. The Strategic Plan outlines 5 overarching goals that are the basis for the Performance Evaluation Model of the managing director: 1) support and promote real estate development; 2) provide superior infrastructure; 3) manage and maintain the Quonset Business Park in 1st class manner; 4) maintain financial stability and sustainability; and 5) maintain positive and productive relationships both internally and externally. Each overarching goal contained a sub-set of goals and objectives outlining the specifics of how those primary goals were supported or met in the day to day performance of the managing director.

The Committee discussed how to take the document as is and turn it into a metric for evaluating the managing director's performance. The Committee decided to assign a value to each sub-set of goals within the overarching goals; if that goal was met then it would count toward an overall percentage. The overall percentage would determine the amount of the performance bonus.

The Committee also discussed the possibility of a long-term incentive in addition to the compensation package of the managing director and how to evaluate it.

The Committee agreed the next step would be to contact Daria

**Kreher, the consultant who conducted a thorough review of the Corporation's employee grades and compensation in 2015; to review the mechanism for evaluating the performance of the managing director and to advise on the possibility of adding a 3-tiered structure to the managing director's compensation. The Committee will meet with the consultant upon the completion the analyses.**

#### **4. ADJOURNMENT:**

**Upon motion duly made by Mr. Jones and seconded by Mr. Justo, the meeting adjourned at 4:51 p.m.**

**Respectfully submitted:**

**By: \_\_\_\_\_**

**Kevin M. Barry,  
Finance Director**